

**ARTICLES OF INCORPORATION
MISSOURI INSURANCE COALITION
A Not For Profit Corporation**

The Secretary of State, Jefferson City, MO:

We, the undersigned,

Michael E. McMillen, 207 Orleans Court, Columbia, MO 65202

James P. Keown, 532 Aurora, Jefferson City, MO 65101

Calvin W. Call, 226 Dover, Jefferson City, MO 65101

Being natural persons of the age of eighteen years or more and citizens of the United States, for the purpose of forming a Corporation under "The General Not For Profit Corporation Law" of the State of Missouri, do hereby adopt the following Articles of Incorporation:

**I
NAME**

The name of this corporation is: Missouri Insurance Coalition.

**II
PURPOSES**

The purposes for which this corporation is organized are: Trade association, research and educational as authorized by Section 355.025, Revised Statutes of Missouri, 1986, as amended from time to time, and in furtherance of those trade association, research and educational purposes, to perform those activities which would further the understanding of the insurance industry in the State of Missouri, to research, prepare and disseminate informative and educational material to the public concerning the role of the insurance business in Missouri, to disseminate by press, radio, television and advertising media, information concerning the insurance business and to serve as a public insurance information center, and to perform those activities in the area of governmental affairs which would improve the business conditions of the insurance industry, to include legislative and regulatory contacts on behalf of the insurance industry; but in no event shall this corporation, be organized for any purpose which shall cause it to fail to qualify or to continue to qualify under Section 501(c)(6) of the Internal Revenue Code of 1954, as amended from time to time.

**III
DURATION**

The period of duration of this corporation is: Perpetual.

Deft. Hearing
Ex. 1

IV
REGISTERED OFFICE AND AGENT

The address of its initial Registered Office in the State of Missouri is: Missouri Insurance Coalition, 2713A Industrial Blvd., Jefferson City, Missouri 65101, and the name of the initial Registered Agent at said address is: Michael E. McMillen.

V
FIRST BOARD OF DIRECTORS

The first Board of Directors shall be nine (9) in number, their names and addresses being as follows:

<u>Name</u>	<u>Term</u>	<u>Address</u>	<u>City, State</u>
Michael E. McMillen	(1)	207 Orleans Ct.	Columbia, MO 65203
Clifford Custin	(1)	2000 I-70 Drive SW	Columbia, MO 65217
Robert L. Kennedy	(1)	2307 Oakview	Jefferson City, MO 65101
Arlo McNary	(2)	P. O. Box 618	Columbia, MO 65217
Michael A. Dallmeyer	(2)	P. O. Box 1069	Jefferson City, MO 65102
Anthony A. Firley	(2)	235 E. High	Jefferson City, MO 65101
James P. Keown	(3)	532 Aurora	Jefferson City, MO 65101
Charles L. Cramer	(3)	910 N. Eleventh St.	St. Louis, MO 63101
Glenn G. Glasgow	(3)	3301 W. Broadway	Columbia, MO 65203

VI
MEMBERSHIP VOTING LIMITATION

There shall be two classes of membership: Company and Trade Association. Company membership is open to any insurance company licensed or admitted to do business in the State of Missouri for the kinds of insurance listed in 379.010 R.S.Mo., 1986. Trade Association membership is open to any insurance trade association having among its membership insurance companies licensed or admitted to do business in the State of Missouri for the kinds of insurance listed in 379.010 R.S.Mo., 1986. Each member, whether company or trade association, which is a member in good standing and in attendance by authorized representative, shall have one vote.

VII
POWER VESTED IN BOARD OF DIRECTORS

The board of directors of this corporation shall have general charge and control of the affairs, funds and property of this corporation and shall have such further duties, responsibilities and powers as set out in the Bylaws, as amended from time to time, not inconsistent with Section 355.090 of the Revised Statutes of Missouri, 1986, as amended from time to time. The Board of Directors, other than the initial Board of Directors herein designated, shall be elected by the membership as set out in the Bylaws of this corporation, as amended from time to time.

VIII
ASSETS & LIQUIDATION

No part of the net earnings, property or assets of this corporation shall be distributed to or inure to the benefit of any officer, director, member or subsidiary of this corporation. In the event this corporation is dissolved or liquidated, any and all property and assets of the corporation, not otherwise encumbered, shall be distributed to any one or more lawfully established Not For Profit Corporations exempted under Section 501(c)(6) of the Internal Revenue Code of 1954, as amended from time to time, for the same purposes as set out in the Bylaws of the corporation; but in no event shall such property and assets be distributed in such a way as to cause the failure of the corporation to qualify under Section 501(c)(6) of the Internal Revenue Code of 1954, as amended from time to time, or the failure to qualify under Chapter 355 of the Revised Statutes of the State of Missouri, 1986, as amended from time to time.


Michael E. McMillen
Incorporator

STATE OF MISSOURI

SS

COUNTY OF BOONE

I, Shirley J. Johnson, a notary public, do hereby personally certify that on the 26th day of August, 1987, Michael E. McMillen personally appeared before me and being first duly sworn by me acknowledges that he signed as his free act and deed the foregoing document in his capacity therein set forth and declared that the statements therein contained are true, to his best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written. My commission expires: February 3, 1989


Notary Public


James P. Keown
Incorporator

STATE OF MISSOURI

SS

COUNTY OF COLE

I, JENNIFER ANNE DURHAM, a notary public, do hereby personally certify that on the 26 day of AUGUST, 1987, James P. Keown personally appeared before me and being first duly sworn by me acknowledges that he signed as his free act and deed the foregoing document in his capacity therein set forth and declared that the statements therein contained are true, to his best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year
above written. My commission expires: _____

JENNIFER ANNE DURHAM

NOTARY PUBLIC, STATE OF MISSOURI

COUNTY OF COLE

My Commission Expires 2-12-90.

Jennifer Anne Durham
Notary Public

Calvin W. Call

Calvin W. Call
Incorporator

STATE OF MISSOURI

SS

COUNTY OF COLE

I, JENNIFER ANNE DURHAM, a notary public, do hereby personally
certify that on the 26 day of AUGUST, 1987, Calvin W. Call
personally appeared before me and being first duly sworn by me acknowledges that he
signed as his free act and deed the foregoing document in his capacity therein set
forth and declared that the statements therein contained are true, to his best
knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year
above written. My commission expires: _____

NOTARY PUBLIC, STATE OF MISSOURI

COUNTY OF COLE

My Commission Expires 2-12-90.

Jennifer Anne Durham
Notary Public

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

AUG 26 1987

By D. Blunt

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

AUG 20 1987

Roy D. Blunt

No. N00037150



STATE OF MISSOURI

ROY D. BLUNT, Secretary of State

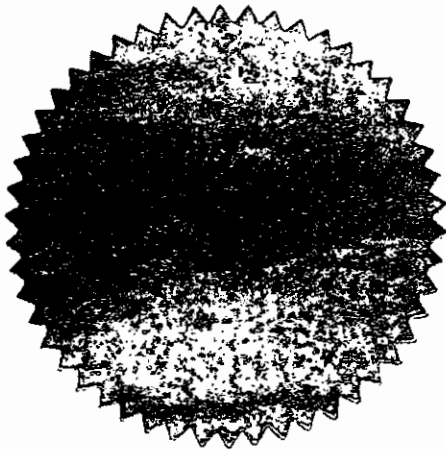
CORPORATION DIVISION

CERTIFICATE OF INCORPORATION

A GENERAL NOT FOR PROFIT

WHEREAS, duplicate originals of Articles of Incorporation of
MISSOURI INSURANCE COALITION

have been received and filed in the office of the Secretary of State, which Articles, in all respects, comply with the requirements of The General Not for Profit Corporation Law; NOW, THEREFORE, I, ROY D. BLUNT, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under The General Not for Profit Corporation Law.



IN TESTIMONY WHEREOF, I hereunto set my hand and affix
the GREAT SEAL of the State of Missouri. Done at the City of
Jefferson, this 26th day of AUGUST
1987

Roy D. Blunt
Secretary of State



Missouri
INSURANCE COALITION

220 Madison St, 3rd Floor
Jefferson City, MO 65101
Phone: 573-893-4241 • Fax: 573-893-4996



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About the Missouri Insurance Coalition, Missouri Insurance Information Service, and MIC-PAC

MIC

The **Missouri Insurance Coalition (MIC)** is a nonprofit governmental affairs and consumer education organization representing the insurance industry. MIC was established to foster a better understanding of the insurance business. MIC strives to improve the regulatory climate and maintain a free enterprise competitive system in the insurance marketplace.

Approximately 100 insurers along with a number of the industry's largest trade associations are members of MIC.

MIC's Legislative Committee reviews all legislative and regulatory proposals pertaining to insurance and establishes the organization's governmental affairs agenda. MIC actively promotes its positions to state legislators and regulators.

MIIS

The **Missouri Insurance Information Service (MIIS)** prepares and disseminates informative educational materials for the general public concerning the business of insurance.

MIC-PAC

The **Missouri Insurance Coalition Political Action Committee (MIC-PAC)** lets insurers pool their monetary contributions to fund candidates for the state legislature. This is a separate entity for those who wish to participate on an optional basis. Missouri law permits corporations to make contributions to political action committees or directly to candidates who are running for political office.

Praise for MIC

"These challenging times for the insurance industry require strong effective voices on behalf of the business. The Missouri Insurance Coalition and Missouri Insurance Information Service are important voices for insurers in the state and a valuable mechanism for achieving unity and coordination."

*Lowell Beck, President/Retired
National Association of Independent Insurers*

"Today, legislators are equipped with computers and aided by numerous assistants. Through MIC and MIIS, we can ensure that our message is being heard in Jefferson City."

*Gus Lehr, Chairman of the Board/Retired
Shelter Insurance Companies*

"MIC and MIIS are needed to ensure a healthy insurance climate in Missouri. Opposing forces are well funded and self-serving. Membership in MIC and MIIS is a prudent investment."

*Chuck Cramer, Manager/Retired
U S F & G Company*

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